

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

**SOROOF TRADING DEVELOPMENT
COMPANY, LTD.,**

Plaintiff,

vs.

**GE FUEL CELL SYSTEMS, LLC,
GE MICROGEN, INC., and
PLUG POWER INC.**

Defendants.

No. 10 Civ. 1391 (LTS)(JCF)

**SPECIAL APPEARANCE
AND ANSWER OF GE FUEL
CELL SYSTEMS LLC**

GE Microgen, Inc. and Plug Power, Inc., appearing on behalf of and in their capacity as former members of the dissolved limited liability company GE Fuel Cell Systems, LLC (“GE Fuel Cell”), make this special appearance and answer on behalf of GE Fuel Cell.

1.

This special appearance and answer is without waiver of any immunity, privilege, or defense based on GE Fuel Cell's status as a dissolved limited liability company, including without limitation immunities, privileges and defenses that GE Fuel Cell cannot be sued because it is a dissolved limited liability company, and has not been properly cited or served with process herein, which defenses are specifically raised and reserved herein pursuant to the Federal Rules of Civil Procedure including without limitation Rule 12(b)(4) and Rule 12(b)(5).

2.

As authorized by Rule 10(c) of the Federal Rules of Civil Procedure, GE Microgen, Inc. and Plug Power, Inc., on behalf of and in their capacity as former members of the dissolved limited liability company GE Fuel Cell, adopt and incorporate by reference herein each and

every separate paragraph of the Answers and Defenses previously filed herein by GE Microgen, Inc. and Plug Power, Inc.

Respectfully submitted,

PLUG POWER INC.

By its attorneys,

/s/ Abigail K. Hemani
Abigail K. Hemani (AH 2071)
GOODWIN PROCTER LLP
The New York Times Building
620 Eighth Avenue
New York, New York 10018-1405
(212) 813-8800
Email: ahemani@goodwinprocter.com

Dahlia S. Fetouh
Natalie F. Langlois
Goodwin Procter LLP
53 State Street
Boston, Massachusetts 02109
Tel.: 617.570.1000
Fax: 617.523.1231
E-Mail: dfetouh@goodwinprocter.com
E-Mail: nlanglois@goodwinprocter.com

GE MICROGEN, INC.

By its attorneys,

/s/ Thomas Healy
Thomas E. Healy (TH 4340)
PINO & ASSOCIATES, LLP
Westchester Financial Center
50 Main Street, 16th Floor
White Plains, NY 10606
Telephone: (914) 946 -0600
Fax: (914) 946-0650
E-Mail: Thealy@pinolaw.com

and

/s/ Michael D. Fisse

Michael D. Fisse (LA #19270)

(Pro Hac Vice Application Pending)

DAIGLE FISSE & KESSENICH

PO Box 5350

Covington, LA 70434-5350

Tel: (985) 871-0800

Fax: (985) 871-0899

E-mail: mfisse@daiglefisse.com